

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE:

W.R. GRACE & CO., et al.,

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

Jointly Administered

**NO ORDER REQUIRED**

**CERTIFICATION OF NO OBJECTION TO THE FORTY SECOND QUARTERLY FEE  
APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO  
THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS, FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
JULY 1, 2012 THROUGH SEPTEMBER 30, 2012  
[RE: DOCKET NO. 30028]**

On December 11, 2012, Kramer Levin Naftalis & Frankel LLP (“Kramer Levin”), counsel to the Official Committee of Equity Security Holders, filed its Forty Second Quarterly Fee Application for Compensation and Reimbursement of Expenses [Docket No. 30028] (the “Application”). The Application provided an objection deadline of 4:00 p.m. (Eastern Time) on January 2, 2013. The undersigned hereby certifies that she has received no answer, objection or any responsive pleading with respect to the Application and that no answer, objection or any responsive pleading with respect to the Application has been filed with the Court.

WHEREFORE, Kramer Levin respectfully requests that the Court enter an order approving this Application at its earliest convenience

**SAUL EWING LLP**

By: /s/ Teresa K.D. Currier  
Teresa K. D. Currier (No. 3080)  
222 Delaware Avenue  
P.O. Box 1266  
Wilmington, DE 19899  
(302) 421-6800

-and-

KRAMER LEVIN NAFTALIS & FRANKEL LLP  
Philip Bentley, Esquire  
David E. Blabey, Jr., Esquire  
1177 Avenue of the Americas  
New York, New York 10036  
(212) 715-9100

Counsel to the Official Committee  
of Equity Security Holders

Dated: January 4, 2013